

County of Loudoun
Department of Planning
MEMORANDUM

DATE: November 24, 2009

TO: Judi Birkitt, Project Manager
Land Use Review

FROM: Marie Genovese, AICP, Planner
Community Planning

SUBJECT: ZMAP 2008-0021, Kincora Village Center – Third Referral

EXECUTIVE SUMMARY

NA Dulles Real Estate Investor LLC is requesting approval to rezone approximately 336.64 acres from the PD-IP (Planned Development – Industrial Park) zoning district under the 1972 Loudoun County Zoning Ordinance to the PD-MUB (Planned Development – Mixed Use Business) zoning district under the Revised 1993 Loudoun County Zoning Ordinance in order to develop a mixed-use project consisting of approximately 2.7 million square feet of office uses, 970,000 square feet of commercial retail and service uses, 1,400 multi-family residential dwelling units, and civic and open space uses. The subject property is planned for Keynote Employment uses with a portion of the property also having a Destination Retail Overlay. Plan policies do not envision residential development within areas planned for Keynote Employment uses. In addition, residential development is not envisioned on the subject property due to its location within the Route 28 Tax District.

The proposed PD-MUB zoning proposed for the subject site does not implement the Plan's vision for the subject property as it requires a minimum amount of residential uses. The PD-MUB zoning district was developed to provide for mixed-use communities within areas planned Business Community outside of the Route 28 Tax District. A rezoning to the PD-OP (Planned Development – Office Park) or PD-RDP (Planned Development – Research and Development Park) would better implement the Keynote Employment objectives of the Plan.

There are several fundamental land use issues identified by staff pertaining to the proposal.

1. The proposal is not consistent with the intent, recommended land use mix and economic strategy for Keynote Employment Centers, as defined in the Revised General Plan. The project proposes residential dwelling units, exceeds the amount of commercial retail and service uses and does not identify public and civic uses that conform to the recommended land use mix for Keynote Employment Centers;
2. The subject site is not located within any of the three locations specified within the Route 28 Tax District where residential development is permitted nor is the site designated for high-density residential uses. Notwithstanding the County's option to allow residential development to "buy out" of the District, any further increase in residential development reduces the viability of the Route 28 Tax District to fund future roadway improvements;
3. As this is an area of the County where residential development is not anticipated the fiscal costs associated with residential uses have not been projected into County budgetary plans. The proposed residential community is also isolated from the services that are intended to support it such as, schools, parks, etc. creating an auto dependent community which will increase transportation within the Route 28 Corridor;
4. The scale and intensity of proposed retail uses is not consistent with the high quality architectural design objectives of Keynote Employment areas. Offices would no longer be the defining architectural feature in the community;
5. Office uses are not the predominant use in each phase of the development; and
6. The design of the site is not consistent with the objectives of the Plan.

The application does not meet the policies of the Revised General Plan for planned Keynote Employment Centers. Although, staff cannot support the proposal due to significant and fundamental land use issues, staff has evaluated the proposed land use mix, phasing, and design as well as capital facility and open space impacts should the application move forward.

BACKGROUND

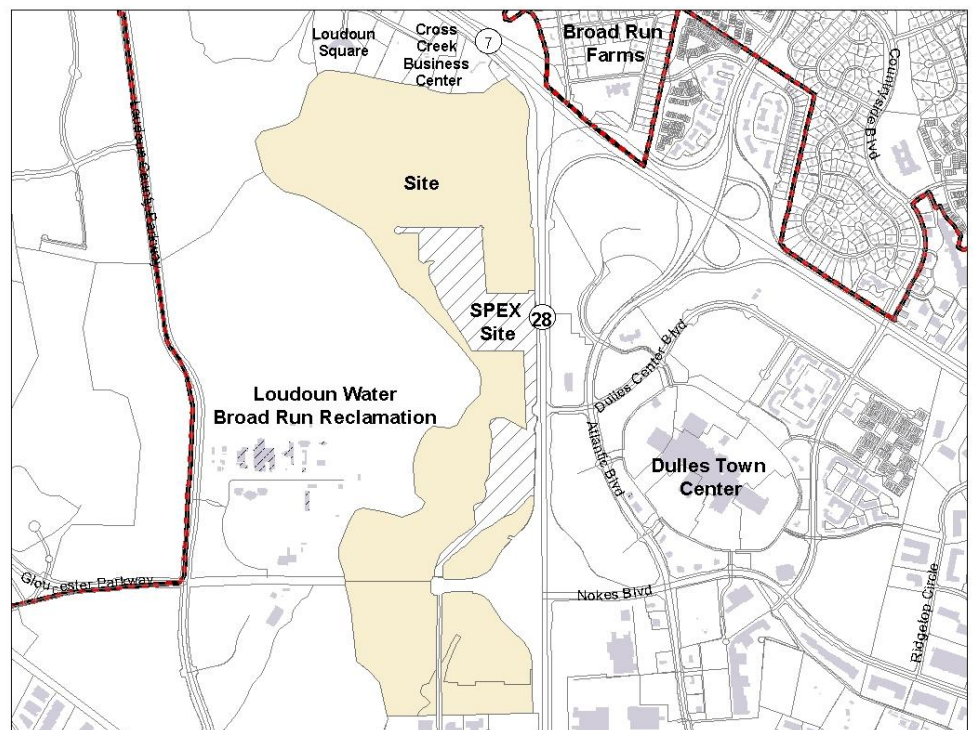
NA Dulles Real Estate Investor LLC proposes to rezone approximately 336.60 acres from PD-IP (Planned Development – Industrial Park) to PD-MUB (Planned Development – Mixed Use Business) to develop a mixed-use community that includes approximately 2.7 million square feet of office uses; 970,000 square feet of commercial retail and service uses, including a 575,000 square foot (720 room) hotel/conference center; 1.5 million square feet of multi-family residential (1,400 dwelling units); and civic and open space uses, including a 167-acre passive park along the Broad Run. The applicant is also proposing modifications to the Zoning Ordinance, Facilities Standards Manual (FSM), and Land Subdivision and Development Ordinance (LSDO). On July 21, 2009 the Board of Supervisors approved a special exception (SPEX 2008-0054) for a minor league baseball stadium, office uses, and commercial retail and service uses on a portion of the property (see Vicinity Map).

The property is located within the Route 28 Highway Improvement District (Route 28 Tax District) south of Route 7, north of Severn Way, west of Route 28 and east of the Broad Run (See Vicinity Map). Development

surrounding the site includes Dulles Town Center to the east across Route 28, Loudoun Water's Broad Run Reclamation facility to the west, and Loudoun Square and Cross Creek Business Center to the north.

The applicant has provided a table outlining revisions to the Concept Plan and proffers and the corresponding referral agency comments these changes address. While minor inconsistencies outlined in the Community Planning second referral dated September 1, 2009 have been included in this table, the major issues indicated in the first and second referrals have not been addressed and continue to be outstanding. The Planning Commission held a public hearing on the rezoning application on October 15, 2009 and voted to send the application to a worksession for further discussion. Since the public hearing, staff has received the applicant's third referral submission. Several issues

Vicinity Map



remain outstanding, including the primary issue pertaining to inconsistency with the designated planned land use. Staff has outlined outstanding issues below.

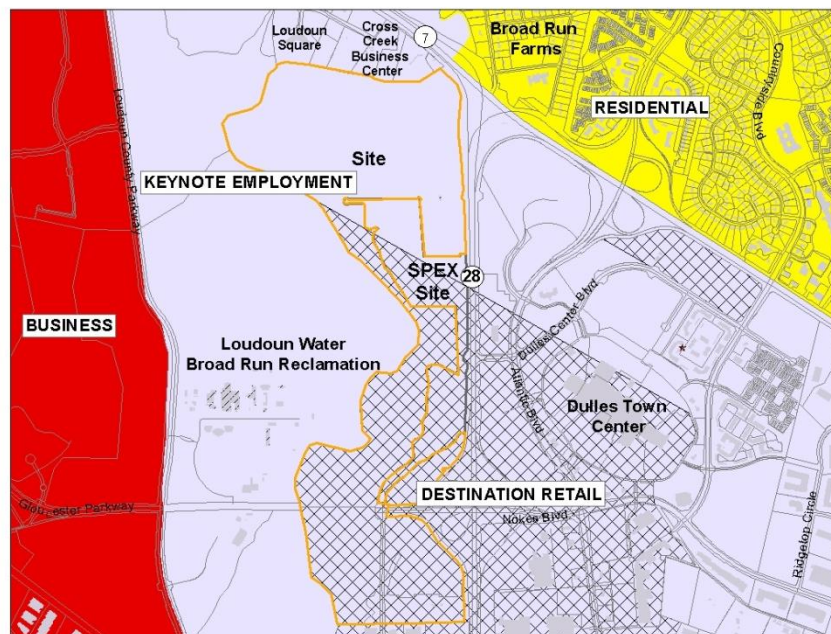
OUTSTANDING ISSUES

A. LAND USE

The Revised General Plan identifies the site as suitable for Keynote Employment uses with a portion of the property having a Destination Retail Overlay (*Revised General Plan, Chapter 7, Planned Land Use Map*). It is the applicant's decision which land use they wish to pursue; however, it is not the Plan's intent that aspects of the two planned land use designations be intermingled with each other. The applicant's Statement of Justification provides they wish to pursue office development consistent with Keynote Employment uses; however, they are also seeking to develop residential uses which are inconsistent with the Plan.

The intent of the Keynote policies is to provide 100-percent premier office or research-or-development centers along major corridors supported by ancillary retail and personal services for employees of the development (*Revised General Plan, Chapter 6, Keynote Employment Centers Text*). The Plan specifically precludes residential development within areas planned for Keynote Employment (*Revised General Plan, Chapter 6, Keynote Employment Centers Text*). Furthermore, the subject property is also located within the Route 28 Highway Improvement Tax District, which limits residential development to three specific locations as well as areas designated as high density residential on the Planned Land Use Map (*Revised General Plan, Chapter 6, General Residential Policy 3*). The subject site is not located in an area within the Route 28 Tax District where residential uses are permitted.

Planned Land Use



The applicant is proposing a mixed-use development consisting of approximately 2,722,200 square feet of office uses, 973,825 square feet of commercial service and retail uses (including 575,000 square feet of hotel uses), 1,544,000 square feet of residential uses or 1,400 dwelling units, and 277,000 square feet of public, civic, and institutional uses to be developed in phases. The proposed mixed-use development is not consistent with the intent and land use mix for Keynote Employment Centers, as defined in the Revised General Plan. As this is an area of the County where residential development is not anticipated the proposed residential community is isolated from the services that are intended to support it such as, schools, parks, etc. creating an auto-dependent community which will increase transportation within the Route 28 Corridor (for example, children in this community would travel to Ashburn for school, Cascades for the library, and Claude Moore Park for sports). In addition, residential development within the Route 28 Tax District in an area where it is not intended reduces the viability of the district to fund future roadway improvements (*CTP, Appendix 3, Special Tax Districts*).

Until such time as the Board of Supervisors changes policies regarding such uses within Keynote Employment areas, staff can only support an application that meets current policies.

The proposed residential land uses are not consistent with the Keynote Employment policies of the Plan. Staff recommends the applicant remove residential land uses from the proposal. Until the Board of Supervisors provides a different vision for this area, staff can only support Destination Retail or Keynote Employment uses on the subject property.

As stated above, staff cannot support the proposed rezoning; however if this application is considered further the following should be addressed:

B. LAND USE MIX

If the application is considered further it may be appropriate to use the recommended land use mix for Regional Office developments as outlined in Table 1 below for the northern portion of the property since this portion of the Kincora project resembles a mixed-use regional office development and the Keynote Employment land use mix outlined in Table 2 for the southern portion of the property where the application is not proposing a residential component. The separation of the two developments is demonstrated further in the June 2009 Kincora Design Standards in which the applicant states "The northern parcels of Kincora are a true mixed-use community integrating office, residential, retail, entertainment, and a Minor League baseball park, all with ample parking facilities. The southern parcels include office, retail, a hotel, and space for a fire safety center".

Table 1: Recommended Regional Office Land Use Mix (as a % of land area)

Regional Office Land Use Categories	Minimum Required	Maximum Permitted
High Density Residential	15%	25%
Regional Office	50%	70%
Commercial Retail & Services	0%	10%
Light Industrial/Flex	0%	20%
Overall Commercial & Light Industrial	0%	20%
Public & Civic	5%	no maximum
Public Parks & Open Space	10%	no maximum

Table 2: Recommended Keynote Employment Land Use Mix (as a % of land area)

Keynote Employment Land Use Categories	Minimum Required	Maximum Permitted
	15%	25%
Regional Office	70%	85%
Commercial Retail & Services	0%	10%
Public & Civic	5%	no maximum
Public Parks & Open Space	10%	no maximum

As stated in the first and second referrals, the land use percentages defined by the applicant are not provided as a percentage of land area, but rather are based on the development's maximum floor area; therefore, staff is unable to determine if the uses exclusive of residential meet the land use mix as defined by the Plan. For vertically-integrated mixed-use developments like Kincora, staff uses the same methodology the County has historically used for other developments, whereby the land use is calculated based on the percentage of the acreage equivalent to the use. While the applicant has provided square footage of use by land bay (Sheet 13, Concept Plan Tabulation Sheet), it is difficult to determine the acreage devoted to each land bay as roads, parking, and open space areas have not been included within all the land bays. Therefore, staff is unable to determine the land use mix based on the gross acreage of the subject property (also see Open Space Preservation Program discussion below). Furthermore, there are areas labeled for employment and retail uses on Sheets 11 and 12 of the CDP that are not assigned to a specific land bay. Staff met with the applicant on August 31, 2009 to discuss outstanding issues identified during the second referral review. At this meeting the applicant stated they would provide land bay acreages, including roadways, parking areas, river and stream corridor resources, etc. so that staff could calculate the land use mix based on the gross acreage of the site consistent with Plan policies. As of the writing of this referral the applicant has not provided the land use mix based on the gross acreage of the subject property or acreages for each land bay including all areas of the subject property.

Staff requests the applicant specify on the proffered Concept Plan (Sheets 8-12) and the Concept Plan Tabulation Sheet (Sheet 13) a breakdown of land use mixes, measured as a percentage of the land area. The breakdown should correspond with the land use mix for Regional Office developments for the northern portion of the subject site and Keynote Employment for the southern portion of the subject site based on the gross acreage of the subject site (see further discussion below). The land use mix for Regional Office and Keynote

Employment developments as defined in the Revised General Plan is based on the gross acreage of the subject site rather than the development's maximum floor area as currently provided.

The information provided on Sheet 13 does not correspond with Sheet 9 of the Concept Plan. Sheet 13 provides that Land Bay N will consist of hotel and civic uses, while Sheet 9 provides that Land Bay N will consist of hotel, civic, non-hotel commercial, and employment uses. Furthermore, Proffer IG2 provides that if an application for a performing arts center has not been filed within 10 years of the rezoning approval, the two-acre performing arts center site proposed within Land Bay J may be relocated to a two-acre site within the northern portion of the property. There is no indication where this two-acre site would be located and how the relocation of the two-acre site would impact the land bay square footages provided on Sheet 13.

The Concept Plan and Concept Plan Tabulation Sheet (Sheet 13) should be revised to accurately depict the proposed uses within each land bay.

If the application is considered further, staff has provided an estimate of the anticipated land use mix for Regional Office developments for the northern portion of the site and Keynote Employment for the southern portion of the site. While staff cannot provide a thorough analysis of the anticipated land use mix due to the lack of information provided, Tables 3 and 4 below provide the minimum and maximum land use potential for the subject property as currently proposed. The proposed residential and retail uses proposed exceed what is permitted in the Plan, while the southern portion of the site proposes less regional office uses than anticipated.

Table 3: Regional Office Land Use Mix – Northern Portion of the Subject Property¹

Regional Office Land Use Categories	Minimum Required	Minimum Development	Maximum Permitted	Maximum Development	Proposed
High Density Residential	15%	432 dus	25%	720 dus	1,400 dus
Regional Office	50%	1.5 mil. sq. ft. 0.4 FAR	70%	2.2 mil. sq. ft. 0.4 FAR	1.9 mil. sq. ft.
		3.9 mil. sq. ft. 1.0 FAR		5.4 mil. sq. ft. 1.0 FAR	
Commercial Retail & Services ²	0%	0	10%	93,610 sq. ft.	369,825 sq. ft. ³ 844,825 sq. ft. ⁴
Light Industrial/Flex	0%	0	20%	627,264 sq. ft. 0.4 FAR	0
				1.5 mil. sq. ft. 1.0 FAR	
Overall Commercial & Light Industrial	0%	0	20%	627,264 sq. ft. 0.4 FAR	369,825 sq. ft. ³ 844,825 sq. ft. ⁴
				1.5 mil. sq. ft. 1.0 FAR	
Public & Civic	5%	9.0 acres	no maximum		To be determined
Public Parks & Open Space	10%	18 acres	no maximum		To be determined

¹Based on approximately 180 acres, inclusive of floodplain being developed as Regional Office as depicted on the Concept Plan Tabulation Sheet (Sheet 13). Residential land uses based on a maximum of 16 dwelling units per acre (*Revised General Plan, Chapter 6, High-Density Residential Use Policy 1*), Non-residential land uses based on a .4 to 1.0 FAR (*Revised General Plan, Chapter 6, Suburban Policy Area Land Use Matrix*).

²The Retail Plan limits commercial retail and service uses to 5% of the gross floor area measured in square feet of the non-residential development, or 93,610 square feet for the 1,872,200 square feet of office uses proposed within the northern portion of the subject site (*Retail Plan, Employment Supportive Retail Center Policy 2*).

³Commercial retail and services square footage exclusive of the proposed hotel square footage.

⁴Commercial retail and services square footage inclusive of the proposed hotel square footage.

Table 4: Keynote Employment Land Use Mix – Southern Portion of the Subject Property¹

Regional Office Land Use Categories	Minimum Required	Minimum Development	Maximum Permitted	Maximum Development	Proposed
Regional Office	70%	1.9 mil. sq. ft. 0.4 FAR	85%	2.3 mil. sq. ft. 0.4 FAR	850,000 sq. ft.
		4.7 mil. sq. ft. 1.0 FAR		5.7 mil. sq. ft. 1.0 FAR	
Commercial Retail & Services ²	0%	0	10%	42,500 sq. ft.	29,000 sq. ft. ³ 129,000 sq. ft. ⁴
Public & Civic	5%	7.75 acres	no maximum		To be determined
Public Parks & Open Space	10%	15.5 acres	no maximum		To be determined

¹Based on approximately 150 acres, inclusive of floodplain being developed as Keynote Employment as depicted on the Concept Plan Tabulation Sheet (Sheet 13). Regional Office uses based on a .4 to 1.0 FAR (*Revised General Plan, Chapter 6, Suburban Policy Area Land Use Matrix*).

²The Retail Plan limits commercial retail and service uses to 5% of the gross floor area measured in square feet of the non-residential development, or 42,500 square feet for the 850,000 square feet of office uses proposed within the southern portion of the subject site (*Retail Plan, Employment Supportive Retail Center Policy 2*).

³Commercial retail and services square footage exclusive of the proposed hotel square footage.

⁴Commercial retail and services square footage inclusive of the proposed hotel square footage.

Staff recommends updating the submitted plats and proffers reducing the amount of residential and retail uses and increasing the amount of office uses to be consistent with the land use mix as called for in the Plan (see Tables 3 and 4 above).

Retail

While the Plan limits retail and commercial service uses to 10% of the gross land area, the Retail Plan further limits the retail component within office and employment developments to 5% of the gross floor area (measured in square feet) of the non-residential uses in the development (*Retail Plan, Employment Supportive Retail Center Policy 3*). Based on the floor area of office proposed, 2.7 million square feet, the applicant is limited to 136,110 square feet of employment supportive retail. The applicant is proposing 398,825 square feet of retail exclusive of commercial service uses (i.e., hotels), representing approximately 14.7% of the gross floor area of the proposed office land uses. The October 5, 2009 proffers provide that at least 200,000 square feet of the proposed retail uses will consist of employment supportive uses and has included examples of such uses (Proffer IB2). The proffers further provide that with the exception of grocery stores, health and fitness centers, and specialty retail sales establishment offering merchandise and programs related primarily to outdoor recreational uses and activities, each of which may contain up to 80,000 square feet, no individual retail sales establishment shall exceed 50,000 square feet (Proffer IB2). The Retail Plan calls for Freestanding Retail, individual stores larger than 50,000 square feet

to locate in areas designated for Destination Retail Centers (*Retail Plan, Freestanding Retail Policy 1*). In addition, as the types of retail uses envisioned to support the office and residential uses are intended to be smaller scale, pedestrian-oriented uses, the 50,000 square foot limit for individual retail sales establishments is also not consistent with Plan policies. Large scale retail uses serve a regional market, relying almost solely on automobile access which is not consistent with a pedestrian-oriented mixed-use development. While a portion of the property does have a Destination Retail Overlay it is the Plan's intent that a property develop with either Destination Retail uses or the underlying land use designation (*Revised General Plan, Chapter 7, Planned Land Use Map*).

Staff continues to have concerns regarding the amount and scale of retail uses proposed. As currently proposed there is no assurance that the site will develop with the small scale retail uses envisioned for a pedestrian-oriented mixed-use development. Staff recommends the applicant revise Proffer IB2 reducing the maximum square footage for retail sales establishments. The proposed 80,000 square foot cap for a grocery store, health club, and specialty sporting goods retail store as well as the 50,000 square foot limitation for all other retail uses does not meet the intent of the Plan, which calls for employment supportive retail uses to be designed and scaled for the intended service population (*Retail Plan, General Retail Policies Text*). As currently proposed there is no guarantee that any retail use on the subject property will be less than 50,000 square feet. In order to address the integration of retail uses, staff recommends the applicant revise the submitted proffers and Design Guidelines to prohibit retail uses from being visible from Pacific Boulevard, Route 28, and Gloucester Parkway.

Staff recommends the applicant reduce the amount of retail uses to a total of 136,110 square feet or 5% of the total office uses in the development. As stated previously, the Plan does not support residential development on the subject site; however, if the application is considered further it may be appropriate to consider additional retail uses to support the residents of the mixed-use community provided they are of a scale and intensity consistent with the Plan. The proffers should be updated limiting the size of the proposed retail uses to ensure they are of a scale that serves primarily the convenience needs of the business and residential uses. Staff recommends committing to smaller scale retail uses to ensure the development of pedestrian-oriented uses. Staff recommends revising the proffers and Design Guidelines prohibiting retail uses from being visible from Pacific Boulevard, Route 28, and Gloucester Parkway (see Attachments 1 and 2).

Hotel

The submitted proffers (IB3) provide that one or more hotel uses will be located on the subject site not to exceed a total of either 575,000 square feet or 720 rooms and that at least one of the hotels shall be a "full service hotel" including a range of services and

amenities, including a minimum 3,500 square foot sit-down restaurant, room service, concierge services, and a minimum of 3,500 square feet meeting rooms. The Concept Plan Tabulation Sheet (Sheet 13) displays three separate locations adjacent to Route 28 for potential hotel uses. Staff notes that there are several hotels along the Route 28 Corridor and continues to question the need for more than one hotel use on the subject site (see Market Study discussion below).

Staff recommends limiting the number of hotels to one.

Residential

The applicant is proposing a maximum of 1,400 multi-family dwelling units on the subject property. Staff notes that the PD-MUB District does not implement the Plan's vision for the subject site, which does not permit residential uses. If residential uses are considered further the number of units should be reduced (see Table 3 above) and developed following significant employment development to ensure the employees working in the community the best opportunity to reside in these units (See Phasing discussion below).

Civic Space

Civic space includes community centers, small churches, fire and rescue facilities, schools, non-profit day care centers, plazas, public art, and entrance features (*Revised General Plan, Chapter 6, Open Space Policy 2 & Glossary*). The submitted proffers provide that a minimum of 5% of the total floor area to be constructed on the property will be devoted to public/civic/institutional uses (Proffer IB5). Staff notes that the land use mix as defined in the Plan calls for 5% of the total land area rather than the total floor area.

The submitted proffers provide examples of the types of civic space that may be provided to include village greens, plazas, sculpture and flower gardens, picnic areas, gazebos, government offices, public meeting halls, libraries, museums, community club houses, community centers, post offices, day care facilities, church sites, performing arts centers, amphitheaters, and a public use site. The proffers also include commitments for a 2-acre performing arts center and related civic uses (Proffer IG), a 10,000 square foot central plaza (Proffer IH), and a five-acre public use site (Proffer VIA). While these facilities may count towards meeting the civic space requirement of the land use mix, staff notes that the proffers include wording that relieves the applicant of the 2-acre performing arts center requirement if a similar facility is located within a 5-mile radius. While staff understands that the 2-acre site may not be suitable for a performing arts center if a similar facility is developed in close proximity; if the applicant wishes to count this towards meeting the civic space requirement then the proffers need to be amended to provide that the 2-acres will be provided for some other civic amenity if the performing arts center is not located on site. Staff also notes that while Proffer VIA states that the applicant will provide a minimum of five buildable acres (i.e., an area not encumbered by floodplain, wetlands, or very steep slopes) within Land Bay N for a

fire and rescue and/or sheriff substation facility, Land Bay N contains river and stream corridor resources (see River and Stream Corridor Resource discussion below).

Furthermore, please note that a gazebo does not typically meet the civic space requirement for a development of this size and a day care center must be a non-profit facility to count towards meeting the civic space requirement of the land use mix. The applicant has provided a Civic Space Exhibit (Sheets 32 and 33), which shows possible public, civic, and institutional uses totaling 15.10 acres and a possible 81,000 square foot or 1.86 acres central plaza however, staff notes the applicant is not providing any commitments to conformity with these sheets. The civic space as depicted on these sheets does not appear to accurately show potential civic space. For example, staff notes that an office building in Land Bay J is shown as a civic use and the central plaza is not actually central to the mixed-use community. Staff recommends locating the central plaza at the end of Road 6 creating a focal point for the community (see Attachments 1 and 2).

The Broad Run Toll House and Bridge Ruins, located north of the subject property, are the only such combination existing in Virginia and as such were one of the first Loudoun County properties to be listed in the National Register of Historic Places in 1970. The Toll House and Bridge were then designated by the County as a local Historic Site District in 1972. The proposed alignment of Pacific Boulevard across the Broad Run adversely impacts the Toll House so that preservation of the resource in its current location would not be possible. County staff as well as the Virginia Department of Transportation have requested the realignment of Pacific Boulevard to the west and/or south to avoid adversely affecting the Toll House. However, regardless of the Pacific Boulevard alignment, the resource will be impacted whether visually or structurally. Staff strongly encourages the realignment of Pacific Boulevard allowing for the preservation of the Broad Run Toll House and Bridge Ruins in their current location (see Community Information and Outreach, Community Planning, and Parks, Recreation, and Community Services joint referral). Staff continues to recommend the applicant include the Toll House property as a part of the rezoning application. As stated above, it does not appear that the applicant is meeting the public and civic space component of the land use mix. The preservation of this significant County historic resource in its current location could provide a valuable civic space component to the application.

Staff recommends the applicant provide at least 5% of the total land area, or 16.83 acres as public and civic uses. The size, location and phasing of all public and civic uses should be clearly and correctly identified on the Concept Plan and quantified on the Concept Plan Tabulation Sheet to accurately calculate the amount of civic space proposed. Staff recommends the applicant commit to the central plaza in a central location within the northern portion of the site where the applicant is proposing the mixed-use community. Staff recommends the applicant commit to minimum civic amenities located throughout the site to ensure that the residents and employees will be adequately served. The proffers

should be updated to list only those uses that meet the definition of civic space as identified in the Plan (see Attachments 1 and 2). Staff encourages the applicant to include the Toll House property as a part of the rezoning application, including the preservation of the resource in its current location as a civic component of the proposed development.

C. PHASING

Policies call for a phasing plan to be included with all mixed-use projects to ensure a build-out relationship between residential and non-residential components of the project (*Revised General Plan, Chapter 6, Land Use Pattern and Design Policy 6*). The submitted proffers include linkages between non-residential and residential uses, including uses approved as part of SPEX 2008-0054, Kincora Village – Office/Recreational Complex¹. Table 5 below summarizes the linkages as proposed with the submitted proffers.

Table 5: Proffer Linking Non-Residential Uses to Residential Development

	Non-residential*	Residential
Proffer IF1 – Phase 1	780,000 square feet 15% of the total non-residential uses 4% of the total office uses (maximum 195,000 sq. ft. retail, minimum 150,000 sq. ft. office)	928 dwelling units 66% of the total residential uses (700 dus + 228 ADU and workforce housing units)
Proffer IF2 – Phase 2	1,500,000 square feet 29% of the total non-residential uses 22% of the total office uses (maximum 300,000 sq. ft. retail, minimum 800,000 sq. ft. office)	1,153 dwelling units 82% of the total residential uses (925 dus + 228 ADU and workforce housing units)
		1,303 dwelling units** 93% of the total residential uses (1,075 dus + 228 ADU and workforce housing units)
Proffer IF3 – Phase 3	No further linkage limitation on timing of residential uses once occupancy permits have been issued for more than 1,500,000 square feet of non-residential uses on the rezoning property and/or the special exception property	

*May include non-residential development approved with the SPEX 2008-0054.

**If a zoning permit has been issued for the baseball stadium proposed with SPEX 2008-0054, then the applicant may develop up to 1,303 dwelling units as part of Phase 2.

While the proposed linkage proffers include minimum floor area requirements for office uses as well as maximum floor area requirements for retail uses, staff notes the non-residential floor area may include the proposed 575,000 square feet of hotel uses as well as uses approved as part of SPEX 2008-0054, Kincora Village – Office/Recreational Complex. As shown in Table 5 above when taking into account the total amount of square footage proposed for each type of use there is a disproportionate

¹ SPEX 2008-0054, Kincora Village – Office/Recreational Complex, approved by the Board of Supervisors on July 21, 2009 is permitted to develop up to a 75,000 square foot baseball stadium, 901,211 square feet of office uses, and 74,000 square feet of retail uses.

amount of residential units proposed for the amount of non-residential and office uses committed to in each phase. Furthermore, when looking solely at the uses proposed within each phase, the first phase consists of approximately 57% of the total uses devoted to residential uses with only 8% committed to office uses and a potential of 49% of the total uses within phase two devoted to residential uses with only 27% committed to office uses.

It is the Plan's intent for office uses to be the predominant use in terms of percentage of the site occupied in all phases of development (*Revised General Plan, Chapter 11, Light Industrial and Regional Office Design Guidelines*). This is consistent with the Retail Plan's policy guidance which calls for the retail component of an office development to be developed on a pro-rata basis in proportion to the non-residential development as construction occurs. For example, for every 100,000 square feet of office space constructed, 5,000 square feet of retail space may be constructed (*Retail Plan, Employment Supportive Retail Center Policy 3*).

Staff recommends revising phasing of the development to ensure that office uses are the predominant use in all phases of the development. This can be accomplished by reducing the amount of residential development in each phase and increasing the amount of office uses. Staff further recommends reducing the amount of retail in each phase so that it is developed in proportion to the non-residential development as called for in the Retail Plan. Staff recommends that in addition to revising phasing of the development, the applicant commit to developing higher intensity office uses fronting Pacific Boulevard in the early phases of the development to ensure that office uses are not only the predominant use on the site, but also the predominant feature when viewed from periphery roads.

D. MARKET STUDY

As stated above, commercial retail and service uses in areas planned for Keynote Employment Centers should be ancillary to and support the office use (*Retail Plan, Employment Supportive Retail Centers, Policy 1*). They are not intended to attract "drive-by" shoppers or function as destination retail, and are generally limited to 10% of the gross acreage of the development or 5% of the gross floor area (measured in square feet) of the non-residential uses (*Revised General Plan, Keynote Employment Centers Policy 4b and Retail Plan, Employment Supportive Retail Centers Policy 2*). As noted in the Land Use section above, the proposed scale and intensity of retail uses is inconsistent with Plan policies. Over 390,000 square feet of commercial retail and service uses are proposed, excluding 575,000 square feet of hotel uses, far exceeding the 136,110 square feet² that are supported by Plan policies.

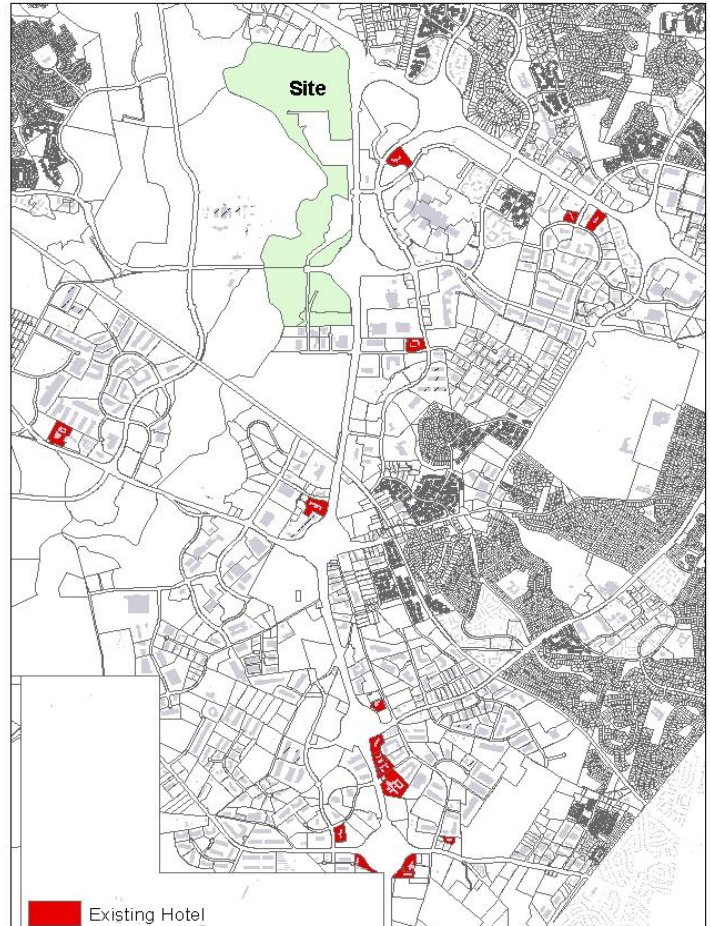
² 2,722,200 sq ft of proposed office uses x 0.05 = 136,110 sq ft of retail and commercial service uses

According to Proffer IB2 a minimum of 5% of the total floor area will consist of retail uses with a maximum of 398,825 square feet to consist of non-hotel commercial uses. Of the 398,825 square feet, at least 200,000 square feet will be employment supportive uses. Proffer IB3 provides that one or more hotel uses will be developed, not to exceed 575,000 square feet or 720 rooms. At least one hotel will be developed as a “full service hotel”³. Staff notes that several hotels are located within the Route 28 Corridor, most of which are Select Service hotels⁴ (See Map). There are additional hotels approved, but unbuilt along the Corridor as well.

The Retail Plan states that all applications for commercial retail rezonings must include a statement describing the catchment or market area to be served as well as a statement of justification that contains an analysis of existing and proposed competing projects (*Retail Plan, General Retail Policy 4*). The intent of this policy is to ensure that proposed retail uses are viable in the long-term and do not lead to an oversaturation of the market and an excess of total retail floor space in relation to the population served.

Staff continues to have concerns regarding the amount of hotel square footage proposed given the number of developed and approved hotels within the Route 28 Corridor as well as the amount and scale of proposed retail uses. Proffer IB2 provides that retail sales establishments may develop up to 50,000 square feet, with the exception of grocery stores, health and fitness centers, and specialty retail sales establishments offering merchandise and programs related to outdoor recreational uses and activities which may contain up to 80,000 square feet. It appears that the retail and commercial service uses proposed will depend upon a more regional market in order to be economically viable and successful. There are also numerous competing retail developments existing or planned within the larger area that may provide similar types

Existing Hotels within the Route 28 Corridor



³ Full service hotel as proposed includes a sit-down restaurant, room service, concierge services and meeting rooms (Proffer IB3).

⁴ A Select Service – or Limited Service Hotel – is generally defined as a hotel without food and beverage service and with few or no amenities such as meeting facilities, pool, fitness center, business center, etc.

of retail in a mixed-use setting, including Dulles Town Center, University Center, One Loudoun, and Moorefield Station/Loudoun Station/Dulles Parkway Center II. A market study would be useful to help identify to what extent retail development will be feasible in this project over time, including the proposed hotel use(s). The analysis should include an assessment demonstrating what impacts, if any, the proposed retail and commercial service floor space will have on existing and approved developments within the market area.

The proposed retail and commercial service uses are not consistent with the type of uses anticipated for Keynote Employment Centers or Regional Office developments envisioned by the Revised General Plan. Staff requests that the applicant provide a market study so that staff may assess whether or not the proposed retail uses and hotel use(s) are financially able to support themselves and not depend upon a population already served by existing and proposed developments.

E. DESIGN

As stated above, the proposed land uses are not consistent with Keynote Employment Centers; however, if the application is considered further it may be appropriate to apply the design objectives for mixed-use regional office developments to the northern portion of the property where a mixture of uses are proposed and the design objectives for Keynote Employment Centers to the southern portion of the property where primarily office uses are proposed. The site design for Keynote Employment Centers and Regional Office developments generally have the same characteristics where the office uses are the prominent features (Revised General Plan, Chapter 11, *Light Industrial and Regional Office Design Guidelines*). However, there are some fundamental differences such as, buildings within Regional Office developments should be placed close to the street with minimal setbacks rather than the heavily landscaped yards envisioned for Keynote Employment Centers (Revised General Plan, Chapter 11, *Light Industrial and Regional Office Design Guidelines*). The following design characteristics apply to both Regional Office and Keynote Employment developments:

- Rights-of-way designed in a hierarchical, rectilinear pattern of collector roads and local access streets and alleys;
- Streets that terminate at other roads and streets;
- Collector and local access streets that provide for pedestrian and vehicular movement, foreground and entryway into buildings, and interactive social space;
- The regular spacing and planting of trees with an overhead leaf canopy to reinforce spatial definition of the street space;
- Vistas at the end of streets terminating with centrally-placed building façades; and,
- Parking located behind buildings, moved to the center of the block, and shared. Given their intensity, the County encourages structured parking for Keynote areas. Parking structures should also be placed in the middle of the block and screened from the street.

Additional characteristics of Keynote Employment Centers include:

- Larger front and side yards to permit extensive landscaping and design features, accentuating the larger-scaled structures; and,
- Large-scale office uses should be the focus of the development rather than interrelationships of a group of uses.

Additional characteristics of mixed-use Regional Office developments include:

- Buildings should be placed close to the street with minimal setbacks to frame the street, creating a sense of visual enclosure for motorists and pedestrians;
- Major collector roads serving the development should be the location of larger-scaled structures, such as a corporate headquarters, or similar multi-storied buildings;
- Local access streets should have a variety of building types and details, transitioning downward in scale to be compatible with adjoining residential uses;
- A range of housing opportunities, including multi-family and single-family attached dwelling units, subordinate to the primary business function;
- Residential uses should have a full complement of services and amenities, including sufficient space in the form of neighborhood and community parks, greens, trails, and greenbelts;
- Residential uses should be of a scale comparable to the surrounding office uses; and,
- Pedestrian amenities such as sidewalks, interesting public spaces and parks, and other design features to promote a blending of uses; (*Revised General Plan, Chapter 11, Light Industrial and Regional Office Design Guidelines & Chapter 6, Keynote Employment Center Policy 5*).

The October 5, 2009 Proffer Statement includes specific commitments to design objectives as well as consistency with the July 2009 Kincora Design Standards. While the Kincora Design Standards provide a lot of information it does not appear that many of the standards included in these design guidelines are consistent with the design standards included in the proffers as well as details shown on the submitted plats nor do they appear to be entirely enforceable as some of the standards appear to be no more than recommendations. Staff met with the applicant on September 16, 2009 to discuss design issues. Staff has provided a strike-through version of the July 2009 Kincora Design Guidelines (See Attachment 1) as well as the October 5, 2009 Proffer Statement (See Attachment 2). Staff notes while the submitted proffers provide for consistency with the submitted design guidelines, the establishment of a Design Review Committee which will ensure consistency with the design guidelines will not be established until three months after the creation of the Owners Association (Proffer VA). According to Proffer VII the Owners Association will be established prior to approval of the first record subdivision plat or site plan, whichever is first in time. Therefore, development of the property may occur without the benefit of a Design Review Committee ensuring consistency with the design guidelines. Staff has included an excerpt from the approved Loudoun Station (ZMAP 2002-0005) application which could be used as a

guide for revisions to the draft proffers to ensure enforceability of the design guidelines from the beginning of the project (See Attachment 3).

Streets and Blocks

In the first referral, Staff recommended the applicant reduce the size of blocks, redesign the street network to ensure all streets terminate at other streets, and that all streets at their terminus include a building façade (including civic buildings), a public space, or other featured landmark to anchor the development and provide pedestrians a sense of place.

The Traffic and Pedestrian Circulation Plan (Sheet 16) shows block sizes for Land Bays A, B, F, and J that are not conducive to walkable communities. Short block widths, less than 200-300 feet can improve pedestrian circulation and comfort. A hierarchical, rectilinear network of interconnected streets, combined with smaller block sizes, allows for a better dispersion of traffic, offers a pedestrian-friendly environment, and provides multiple routes for pedestrians and bicyclists. Proffer VJ7 has been included with this submission providing for a mid-block break for those blocks longer than 600 feet. As accessory, sometimes unanticipated land uses tend to develop along residential blocks greater than 200 to 300 feet in width and commercial blocks greater than 400 feet in width, staff recommends revising this proffer to apply to blocks greater than 400 feet in width (See Attachments 1 and 2).

Staff recommends revising Proffer VJ7 and Streets and Blocks Design Standards to include a mid-block feature such as a pedestrian pathway or outdoor gathering space such as a plaza, park, or courtyard for blocks greater than 400 feet in width. To create a varied and diverse streetscape, staff recommends the applicant commit to streetscape requirements along Roads 2, 6, 8, and 9 that contain no curb cuts, except for the provision of hotel entrances, if applicable.

The Loudoun County Pedestrian and Bicycle Design Toolkit calls for sidewalks in residential areas to be a minimum of five feet and a minimum of six feet in commercial areas (Loudoun County Pedestrian and Bicycle Design Toolkit, Chapter 11, Street Design, Sidewalks and Buffers). Staff notes that the streetscapes as described in the June 2009 Design Standards provide that the clear movement zone within commercial areas shall be a minimum of five feet and four feet within residential areas. In addition, Proffer IVA provides that private sidewalks will be a minimum of four feet and a minimum width of five feet for public sidewalks. Staff recommends updating the Design Guidelines and Proffer Statement to be consistent with the minimums as called for in the Loudoun County Pedestrian and Bicycle Toolkit (See Attachments 1 and 2). Staff further notes that the Loudoun County Pedestrian and Bicycle Toolkit provides that sidewalk minimums should be larger in pedestrian high use areas (Loudoun County Pedestrian and Bicycle Design Toolkit, Chapter 11, Street Design, Sidewalks and Buffers). Staff recommends the applicant consider a more generous pedestrian corridor

than specified in the Loudoun County Pedestrian and Bicycle Design Toolkit to promote pedestrian access, comfort and safety.

Roads 1 and 2 adjacent to Land Bays A, B, F, and J are shown on the Typical Road Plans and Sections (Sheet 18) as four-lane, divided roadways with 12-foot travel lanes, no on-street parking and a pedestrian zone of 10 feet. The wide roadways coupled with the longer block widths do not appear to promote pedestrian activity.

Staff recommends updating Proffer IVA and Design Standards 3 to provide that sidewalks within commercial areas will be a minimum of 6 feet in width and a minimum of 5 feet in width in residential areas. Staff also recommends updating the Design Guidelines to ensure that the minimum clear movement zone will be maintained at all times. Staff encourages the applicant to consider larger minimum widths for sidewalks within the northern portion of the subject property where a greater concentration of pedestrian activity is anticipated.

In the second referral, staff recommended revising the Concept Plan, aligning Roads 8 and 9 to create a full intersection with Roads 2 and 6. At the September 16, 2009 meeting, the applicant provided that the alignment of Roads 8 and 9 would give the appearance of a long roadway and would deter pedestrian activity. The applicant also provided that building placement at the end of Road 8 and Road 9 would help to frame the street and has included Proffer VL7 committing to such building placement at full build-out. Staff continues to maintain that aligning these two roadways would help to facilitate pedestrian movement. Staff notes that the applicant is requesting a modification of the Facilities Standards Manual to facilitate the proposed road network.

Staff recommends revising the Concept Plan to align Roads 8 and 9 where they intersect with Roads 2 and 6. Staff does not support modifications to the Facilities Standards Manual that would permit the offset of Roads 8 and 9.

Proffer IH provides that a central plaza will be provided prior to or concurrent with the issuance of an occupancy permit for either the 701st residential dwelling unit or the 425,001st square foot of non-residential uses. The illustrative drawings show the central plaza in Land Bay J rather than central to the mixed-use community. Staff continues to recommend the applicant commit to locating the central plaza in a location that is central to the mixed-use community. A commitment to locating the plaza at the terminus of Road 6 would provide a focal point for the community (See Attachments 1 and 2). Staff notes the residential dwelling unit trigger for the central plaza is exclusive of ADUs and unmet housing needs (workforce housing) units. As the applicant is proposing up to 228 units as either unmet housing needs (workforce housing) units or a combination of unmet housing needs (workforce housing) units and ADUs (Proffer IE). Proffer IF provides that at least 780,000 square feet of non-residential uses shall have been issued for the property and/or the PD-IP portion (SPEX 2008-0054) prior to issuance of the zoning permit for the 701st residential dwelling unit, exclusive of ADUs

and unmet housing needs (workforce housing) units. According to Proffer IH 928 residential dwelling units of the 1,400 units proposed could be developed prior to the central plaza.

Staff recommends revising Proffer IH and Outdoor Plaza Design Standards committing to the central plaza within Land Bay D at the terminus of Road 6 to provide a focal point for the community. Staff also recommends revising Proffer IH to include development of the central plaza at an earlier stage of development (additional comments regarding phasing are provided above).

Building Placement and Orientation

To promote pedestrian activity, buildings should be placed close to the street with maximum setbacks and the primary entrance should face the street rather than surface parking or parking structures. Based on the information provided it appears that Roads 2, 6, 8, and 9 (if realigned) will serve as the project's primary pedestrian streets, while Roads 1, 3, 4, 5, 7, 10, 11, and 12 will serve as the secondary pedestrian streets. Buildings that are setback far from streets with large surface parking lots placed at the front signals to the pedestrian that they are in an automobile-dominated environment that does not cater to pedestrian mobility and safety. Staff has provided several design recommendations included in Attachments 1 and 2 which include:

- A maximum 20-foot setback for Roads 2, 6, 8, and 9, from front of curb;
- A maximum 25-foot setback for Roads 1, 3, 4, 5, 7, 10, 11, and 12, from front of curb;
- Prohibiting principal entrances from facing a parking structure or surface parking;
- A minimum of 80% of all block frontages along Roads 2, 6, 8, and 9 will be lined by buildings. Open spaces such as plazas, courtyards, public greens, and other outdoor gathering spaces will be excluded from the calculation;
- A minimum of 70% of the buildings located along Roads 2, 6, 8, and 9 will consist of two or more uses;
- Four-sided architecture;
- Front façade of buildings with frontage along Pacific Boulevard and Route 28 will be oriented towards Pacific Boulevard and Route 28; and,
- Retail uses shall be oriented so that they are not visible from Route 28, Pacific Boulevard, and Gloucester Parkway.

To create an interesting and varied street environment, staff recommends the applicant revise the submitted proffers and Design Guidelines as provided in Attachments 1 and 2.

Parking

Proffer VE provides that surface parking shall be screened from internal private streets with landscaping and/or other streetscape elements comparable in size and quality to the examples provided on Sheets 19 and 19A of the Concept Plan and in Exhibit G. Staff notes that Exhibit G is a color version of Sheets 19 and 19A in order to be legible;

however, these sheets do not provide enforceable screening elements but are more illustrative of site furnishings. Proffer VL1 provides that parking adjacent to Route 28 and Pacific Boulevard shall be limited to no more than two travel aisles and two rows of parking. Staff notes that the conditions of approval for SPEX 2008-0054, Kincora Village Office/Recreational Complex limits parking adjacent to Pacific Boulevard to no more than one travel aisle and one row of parking.

The Revised General Plan design objectives for parking are designed to minimize the impact of parking on the streetscape and to promote a more comfortable, safe, and visually interesting pedestrian-oriented development. Staff has provided several design recommendations included in Attachments 1 and 2 which include:

- Prohibiting surface parking at full build-out adjacent to Roads 1, 6, 8, and 9;
- Shielding parking structures at full build-out with liner buildings along Roads 2 and 6;
- Locating parking to the rear of the buildings they serve, within the interior of blocks, with access from alleys or streets which do not conflict with pedestrian access. The only exception will be for Pacific Boulevard and Route 28 (see below);
- Limiting parking adjacent to Pacific Boulevard and Route 28 to no more than one travel aisle and one row of parking; and,
- Prohibiting parking structures at full build-out from locating along blocks where the parking structure is the sole use.

Example of Linear Buildings Screening Parking



Source: www.miramartc.com

To create a more comfortable, safe, and visually interesting pedestrian-oriented development, staff recommends the applicant revise the submitted proffers and Design Guidelines as provided in Attachments 1 and 2.

Provisions for Pedestrians and Bicyclists

The submitted proffers (Proffers IIK, IVA, and IVB) provide that trails located within the floodplain (the 8-foot wide trail on Sheets 15 and 16) will be constructed with pervious surfaces and raised boardwalks will be used where trails cross jurisdictional waters and/or wetlands, with the exception of the trail connection from Land Bay C to the heron rookery observation platform which may consist of impervious materials. The Plan calls for trails located within the river and stream corridor resource, which includes the floodplain, adjacent steep slopes, and the 50-foot management buffer, to consist of permeable materials only (*Revised General Plan, Chapter 5, River and Stream Corridor Resource Policy 18g*). While the heron rookery observation platform is not shown on the Concept Plan, the proffers do state that it will be located outside of the 700-foot Rookery Radius, but within the 1,400-foot Rookery Radius as depicted on the Concept Plan. The trail connecting Land Bay C to the heron rookery observation platform is also not included on the Concept Plan. Staff notes that the observation platform as well as a trail connecting Land Bay C to the platform will be located within the river and stream corridor resource as defined by the Plan.

Proffer IVA1 states that unless otherwise specified, asphalt trails shall be a minimum of 10-feet in width, while all other trails shall be a minimum of 6-feet in width. Staff notes the Traffic and Pedestrian Circulation Plan (Sheets 15 and 16) depicts the 10-foot bicycle and pedestrian asphalt trail, the 8-foot bicycle and pedestrian natural trail located within the river and stream corridor resource, and a bicycle and pedestrian natural trail outside of the river and stream corridor resource. Staff notes that the January 2009 PRCS Design and Construction Standards call for pervious trails to be 5-feet in width.

Staff recommends revising the proffers to state that all trails located within the river and stream corridor resource, as defined by the Plan will consist of a permeable material only. Proffer IVA1 should be revised to be consistent with the width of trails on the Concept Plan.

Proffer IVA1 provides that sidewalks shall be subject to a public access easement of a minimum of 6 feet, asphalt trails shall be subject to a public access easement of a minimum of 12 feet, and all other trails shall be subject to a public access easement of a minimum of 8 feet. Staff is unsure if the minimum widths are sufficient to accommodate a minimum width of five feet for sidewalks, a minimum width of 10 feet for asphalt trails, and a minimum width of 8 feet for all other trails.

Staff recommends revising Proffer IVA1 to provide minimum widths for public access easements that will accommodate minimum five feet wide sidewalks,

minimum ten feet wide asphalt trails, and a minimum eight foot width for all other trails.

Residential Features

The applicant is proposing 1,400 multi-family dwelling units. The applicant has included Proffer VL2 with this submission committing to open space amenities at least 2,500 square feet in size within 300 feet of each building containing residential uses. Open space areas may include tot lots, pocket parks, seating areas, pathways and similar passive recreational facilities. It is the Plan's intent that open space take the form of a larger central facility with numerous smaller parks and playgrounds at appropriate locations throughout the neighborhood to accommodate the greater concentration of residents (*Revised General Plan, Chapter 11, Design Guidelines*). Furthermore, the Open Space Policies in Chapter 6 provide that while pocket parks may be 2,500 square feet or larger, tot lots should be a minimum of 5,000 square feet in size (*Revised General Plan, Chapter 6, Open Space Policy 9*). It does not appear that a commitment to specific open space amenities serving the residents of the community has been included (See further Open Space discussion above).

Staff recommends updating Proffer VL2 as provided in Attachment 2 to include tot lots that are a minimum of 5,000 square feet and remove the reference to seating areas, pathways, and similar passive recreational amenities. Staff notes that residential land bays are located in close proximity to the river and stream corridor resource, while this resource will be an amenity for the residents of the community it is the Plan's intent that adequate active recreation uses be located in close proximity to residential uses.

Retail Features

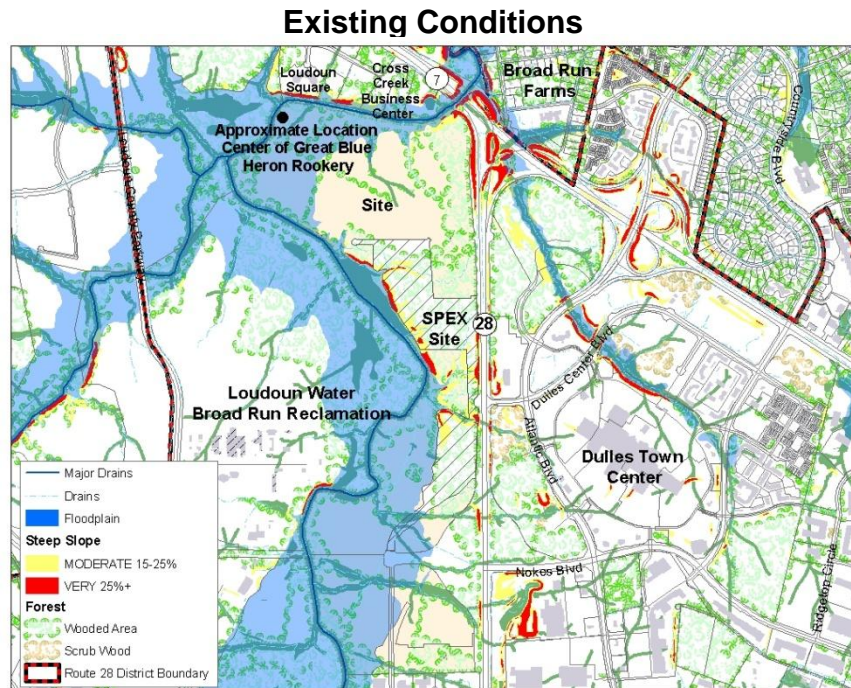
The Plan also provides guidance regarding the layout and architectural design of retail uses in the County (*Retail Plan, Design Guidelines*). The Plan calls for retail centers to provide a compact site design that makes the buildings, not the parking areas, the prominent feature of the site; exhibit a unity of design; provide usable outdoor spaces; adequately screen mechanical equipment; and provide substantial landscaping and buffering within parking areas and along street frontages (*Retail Plan, Design Guidelines*).

As stated above, the amount of retail uses proposed as well as the scale is inconsistent with Plan policies. It is the Plan's intent that Employment and Community Serving Retail uses be located within the areas they are intended to serve since they are not intended to attract "drive-by" shoppers or function as destination retail uses (*Retail Plan, Service Area – Based Retail Policies, General Policy 1*). While staff could be supportive of additional retail uses to support residential development (if it is permitted), commitments need to be provided to ensure retail uses are of a scale consistent with the *Revised General Plan* and Retail Plan as well as commitments to integration of the proposed retail uses.

Proffer IB2 provides that free standing retail sales establishments shall not be located along the property's Pacific Boulevard frontage and that retail sales establishments located within multi-story office buildings that front on Pacific Boulevard in land bays west of Pacific Boulevard shall be oriented to the west (also see Proffer VL4). Proffer VL4 also provides that no retail sales establishment shall be oriented towards Route 28. As Land Bays N and Q are not located west of Pacific Boulevard, staff recommends updating Proffer IB2 and VL4 to state that no freestanding retail sales establishment shall be located along the Pacific Boulevard, Route 28, and Gloucester Parkway frontage and that retail sales establishments located within multi-story office buildings that front Pacific Boulevard and/or Route 28 shall be oriented to the west (See Attachment 2). Staff cannot support Freestanding Retail uses along the Pacific Boulevard/Route 28 frontage as these uses would serve communities within the County as well as communities outside the County and as such are not envisioned in Keynote Employment Centers. Furthermore, while Staff could support ground-floor retail uses within Land Bays N and Q, orienting retail uses towards Route 28 suggests they are intended to serve a much larger area than the Plan envisions and may function more as destination retail than a truly employment supportive use.

Staff recommends revising the proffers limiting the size of retail uses to ensure they are of a scale that serves primarily the convenience needs of the business and residential uses. Staff recommends updating the proffers and Design Guidelines as provided in Attachments 1 and 2 prohibiting retail uses from being visible from Route 28, Pacific Boulevard, and Gloucester Parkway ensuring the integration of retail uses with the areas they are intended to serve. The proffers should also prevent freestanding retail and commercial service uses from being located along the Pacific Boulevard/Route 28 and Gloucester Parkway frontages. Retail and commercial service uses located in the ground floor of office buildings adjacent to Route 28, Pacific Boulevard, and Gloucester Parkway should be oriented away from these roadways so as not to attract "drive-by" shoppers. The application should also commit to design controls that ensure any free standing retail uses function appropriately as part of a pedestrian-oriented mixed-use development (i.e., multi-story building, multiple façade treatments giving the appearance of smaller scale retail uses, etc.). Without commitments to the integration, scale, and intensity of retail and commercial service uses, staff cannot support retail uses above 136,110 square feet or 5% of the total office uses proposed.

F. EXISTING CONDITIONS



River and Stream Corridor Resources

The subject site's western and northern boundaries are defined by the Broad Run. The Broad Run is a green infrastructure element that is utilized as a natural separation of the communities of Sterling and Ashburn. The County seeks to enhance this natural separation through greenways and natural buffers (*Revised General Plan, Chapter 6, Open Space text*). The existing floodplain, with its vegetation, forested cover, wetlands, intermittent streams and steep slopes comprise a natural ecosystem that contributes to the overall health and quality of the Broad Run. Staff notes preservation of the Broad Run floodplain is a County priority (*Revised General Plan, Chapter 6, Green Infrastructure Text*).

Within the southern boundary of the subject property the applicant has depicted the river and stream corridor resources per County data as well as the approximate limits of the proposed floodplain boundary per an active floodplain alteration (FPST 2009-0004). Staff notes that the river and stream corridor resource per County data impacts both Land Bays N and Q, while the applicant is showing the proposed floodplain west of Pacific Boulevard outside of the two land bays. Staff notes per the Department of Building and Development July 30, 2009 comments on the active floodplain alteration, the amount of proposed fill shown for Pacific Boulevard, near its intersection with Gloucester Parkway, is not necessary for roadway construction. The Concept Plan as currently depicted showing development within Land Bays N and Q impacting the river and stream corridor resource is inconsistent with Plan policies.

Staff recommends revising the Concept Plan prohibiting development from impacting the river and stream corridor resources within Land Bays N and Q. Staff does not support allowing floodplain alterations to achieve additional developable areas.

Proffer VIA provides that the applicant will dedicate a minimum of five buildable acres within Land Bay N for a County fire and rescue site and/or sheriff substation facility. As stated above, Staff has concerns regarding the areas shown as developable land within Land Bays N and Q as these areas contain river and stream corridor resources.

Staff recommends delineating the limits of the five-acre public use site within Land Bay N to ensure that it is outside of the river and stream corridor resources per County data.

An Overall Floodplain Impact Plan (Sheets 26 and 27), which shows the impacts to both the floodplain and the 50-foot management buffer has been included; however, the impacts as shown on these sheets do not correspond with the limits of clearing and grading as shown on the Concept Plan. Staff notes the only impacts shown on these sheets are adjacent to the Pacific Boulevard alignment in the northern portion of the site. However, there are several locations on the Concept Plan where the limits of clearing and grading are shown impacting the river and stream corridor resource. Furthermore, Sheets 26 and 27 do not show impacts to the river and stream corridor resources within Land Bays N and Q as referenced above. Proffer IIG provides that except for the encroachments depicted on the Concept Plan the river and stream corridor resources shall be preserved and remain in their natural state.

Staff recommends revising the limits of clearing and grading on the Concept Plan, outside of the river and stream corridor resource consistent with the impacts shown on the Overall Floodplain Impact Plan (Sheets 26 and 27).

Proffer IIA establishes a 700-foot and 1,400-foot buffer surrounding the heron rookery as protection. Staff notes that the proffer precludes construction during the heron nesting season from within the 1,400 foot Rookery Radius as shown on Sheet 12 of the Concept Plan, or the 100-year floodplain boundary, whichever is less. Staff notes that in order to protect the herons during their nesting season construction should be precluded from the 1,400 foot Rookery Radius in its entirety.

Staff continues to recommend revising Proffer IIA to preclude construction activity from the area defined as the 1,400-foot Rookery Radius in its entirety during the heron nesting season (see Attachment 2).

Proffer IIK pertains to trails located within the floodplain. The proffer states that trails located within the floodplain shall be constructed with pervious surfaces except for the

trail connection from the developable portion of the property to the heron rookery observation platform, which may consist of an impermeable trail. Plan policies permit trails within the river and stream corridor resources provided they are of a permeable material only (*Revised General Plan, Chapter 5, River and Stream Corridor Resources Policy 18g*).

Staff recommends revising the proffers to state that all trails located within the river and stream corridor resources will be of a permeable material only (see Attachment 2).

Proffer IIE pertains to open space easements for the subject property and discusses the need for an amendment to an existing Deed of Open Space Easement (Exhibit C) for the land within the floodplain south of Gloucester Parkway. The applicant is requesting the amendment to allow the construction of Gloucester Parkway and Pacific Boulevard; however, the applicant is also requesting the allowance for ballfields and stormwater management facilities within the area subject to the Deed of Open Space Easement. The proffer also provides that the applicant will provide alternative land for any portion of the open space easement that is removed per the amendment to the Deed of Open Space Easement. However, no information has been included stating where this land will be located.

Staff recommends the applicant revise the amended Deed of Open Space Easement (Exhibit C) removing the reference to ballfields and stormwater management facilities as permitted uses. Staff requests information pertaining to the land that would be provided to compensate for any removal of land from the Deed of Open Space Easement.

Forests, Trees, and Vegetation

Proffer IIF provides that the applicant will preserve a minimum of 80% of the existing tree canopy within Conservation Areas shown on the Restoration Concept Plan and within Tree Preservation Areas shown on the Concept Plan. Tree Preservation Areas are delineated on Sheets 22 and 23 of the Concept Plan (Overall Tree Canopy) while Conservation Areas are shown on the Restoration Concept Plan included as Exhibit F. Staff notes that Sheet 10 of the Concept Plan labels Tree Conservation Areas in the general location of the Conservation Areas on the Restoration Concept Plan (Exhibit F); however, these areas do not correspond entirely. Staff also notes that the Riparian Preservation Areas are labeled on the Restoration Concept Plan (Exhibit F) in the general location of the areas identified as Tree Preservation Areas on Sheets 22 and 23; however, these areas are not entirely consistent as well. The Riparian Preservation Areas shown on the Restoration Concept Plan (Exhibit F) is for mitigation purposes and should not be included in the 20% maximum tree removal allowance.

Staff recommends updating the Concept Plan and proffers to clearly identify what areas of existing vegetation are being preserved. Staff also recommends the

applicant revise the proffers removing any areas that are within the Riparian Preservation Area from the minimum 80% tree preservation requirement as this area should be preserved in its entirety.

Historic and Archaeological Resources

Staff continues to have concerns regarding the preservation of the Broad Run Toll House. Please refer to the Community Information and Outreach, Community Planning, and Parks, Recreation, and Community Services joint referral regarding historic resources for the subject property.

Highway Noise

Proffer IIIH pertaining to highway noise mitigation should be revised to clarify elements of the highway noise analysis consistent with the policies of the Revised General Plan and the CTP. While the proffers have been updated giving preference to passive measures for noise abatement, the proffers provide that these measures will be used to the extent practicable.

Staff recommends the applicant revise the proffers including the following:

- ***The noise analysis shall be based on the most recent, applicable forecasted traffic volumes available from the Office of Transportation Services and the ultimate design speed for the roadways, as well as final topography.***
- ***Noise impacts occur if noise levels substantially exceed the existing noise levels (a 10 decibel increase over existing levels) or approach (one decibel less than), meet, or exceed the noise abatement criteria identified in the CTP.***
- ***Noise attenuation shall result in noise levels less than impact levels (2 decibels less than the Noise Abatement Criteria) and should result in a noise reduction of at least 5 decibels.***
- ***Where noise attenuation measures are needed, priority shall be given to passive measures (to include adequate setbacks, earthen berms, wooden fences, and vegetation).***

G. AFFORDABLE HOUSING/UNMET HOUSING NEEDS

The housing policies recognize that unmet housing needs occur across a broad segment of the County's income spectrum and the County seeks to promote housing options for all people who live and/or work in Loudoun County. Unmet housing needs are defined as the lack of housing options for households earning up to 100% of the Washington Metropolitan Area Median Income (AMI, \$102,700 effective March 19, 2009) (Revised General Plan, Glossary). Therefore, developers of residential and mixed-use projects are encouraged to include funding commitments and proffers to fulfill unmet housing needs in their development proposals (Revised General Plan, Chapter 2, CPAM 2007-0001, Countywide Housing Policies, Funding Policy 1).

The applicant has provided proffers committing to 6.25% of the total residential units, up to a maximum of 88 dwelling units as affordable dwelling units (Proffer ID) and 10% of the total residential dwelling units, up to a maximum of 140 dwelling units as Unmet Housing Needs (Workforce Housing) Units for purchasers or renters earning up to 100% of the Washington Metropolitan AMI (Proffer IE). Proffer IE also provides that if all or a portion of the project is exempt from the ADU requirements of Article 7 of the 1993 Revised Zoning Ordinance then one unmet housing need (workforce housing) unit will be provided for each ADU that is not required, such that a total of 16.25% of the total units, up to a maximum of 228 units are provided as either unmet housing needs (workforce housing) units or a combination of unmet housing needs (workforce housing) units and ADUs. The Zoning Ordinance allows for an exemption of a commitment to ADU's for any multi-family dwelling unit structure with four stories or more having an elevator; therefore, it is very likely that all of the proposed residential dwelling units will be exempt from the ADU standards of Article 7. Staff notes that the applicant may provide all of the proffered 228 units as rental units for renters earning up to 100% of the Washington Metropolitan AMI. As Article 7 of the Zoning Ordinance provides that affordable for rent units should be affordable for rental households whose income is greater than 30% and less than 50% of the Washington Metropolitan AMI, staff recommends the applicant commit to similar requirements for any for rent unmet housing needs (workforce housing) units to ensure that the unmet housing needs of the County are being met with the proposed application. A rental unit up to 100% of the Washington Metropolitan AMI is comparable to a market rate rental unit (approximately \$2500 per month) and would not address the County's unmet housing needs. According to the AECOM Study prepared for the Housing Advisory Board, in 2005 the County had a surplus of rental units for incomes 70% of the AMI and greater (*Basic Housing and Employment Data and Projects, AECOM Study, August 1, 2006, Table 3.6: Comparison of Housing Unit Supply and Demand*). The County encourages each development proposal to include a residential component that addresses the largest segment of unmet housing needs – those with incomes below 30% of the AMI (\$30,810).

Proffer IE states that the unmet housing needs (workforce housing) units will be administered consistent with the ADU provisions of Article 7 of the Zoning Ordinance with the exception that the income limit shall be 100% of the Washington Metropolitan AMI and that all or any portion of the unmet housing needs (workforce housing) units may be located in a single building. Staff notes Article 7 of the Zoning Ordinance calls for ADUs to be comparable to market rate units and interspersed among the market rate units. This is consistent with Plan policies calling for the interspersation of affordable housing (Revised General Plan, Chapter 2, CPAM 2007-0001, Countywide Housing Policies, Legislation Policy 3).

Staff recommends the applicant revise the proffers including the following:

- ***Any unmet housing need (workforce housing) unit provided as a rental unit will be provided for rental households whose income is less than 50% and condo units for households earning up to 100% of the Washington Metropolitan AMI;***
- ***A certain percentage of the unmet housing needs (workforce housing) units within specific income brackets (i.e., below 30% of the AMI, 30-50% of the AMI, 50-70% of the AMI, and 70-100% of the AMI), including how many will be rental units and how many will be condo units to ensure that the full range of unmet housing needs are being met with the proposed development, recognizing that the largest segment of unmet housing needs is housing for incomes below 30% of the AMI;***
- ***A time commitment for all unmet housing needs (workforce housing) units;***
- ***A variety of unit types, including sizes and number of bedrooms to accommodate various needs within the County; and***
- ***Interspersion of unmet housing needs (workforce housing) units throughout the development. If the applicant does not revise the proffers requiring the interspersion of unmet housing needs (workforce housing) units, at a minimum, the design guidelines will need to be updated demonstrating how the location of a portion or all of the unmet housing needs (workforce housing) units located within a single building will function within the entire development.***

Staff also encourages the Applicant to consider incorporating housing for special needs populations as well as universal design principles into the project.

H. CAPITAL FACILITIES

Revised Capital Intensity Factors (CIFs) were adopted by the Board of Supervisors on July 21, 2009 and are applicable to any new rezoning or Concept Plan Amendment that has not yet been heard by the Planning Commission as of that date. CIF values for the Eastern area have been applied to this application. There is no pre-existing base density and there are no assurances that the project will develop with affordable dwelling units per Article 7 of the Zoning Ordinance; therefore, there are no deductions from the anticipated capital facility impacts. The capital facilities impact of the proposed development is \$33,261,200 (see Attachment 4). The applicant has included a Draft Capital Facilities Contribution sheet dated October 5, 2009 with this submission. Staff notes that most of the facilities included on this sheet are not consistent with the County standards (i.e., Broad Run Floodplain, Performing Arts Center, Broad Run Toll House Preservation Activities, and the Heron Rookery Observation Platform) and therefore cannot be counted towards mitigating the capital facility impacts associated with the

proposed project. Furthermore, there are issues regarding the proposed public use site (see River and Stream Corridor Resources discussion above) as well as the calculated costs provided (see Land Evaluation discussion below).

As this is an area of the County where residential uses are not anticipated (see Land Use discussion above) the capital facility impacts may be higher than what has been calculated. The proposed residential community is isolated from the services that are intended to support it such as, schools, parks, etc.

Staff recommends that the impacts of the proposed development be mitigated.

I. LAND EVALUATION

In accordance with CPAM 2006-0001, for the purposes of evaluating proffers for public use sites, the developer shall provide the County with an appraisal, by a County approved appraisal firm, for the per-acre value of land not requiring improvements by the developer. The appraisal of the market value of the site will be based upon comparison of properties with similar densities suggested by the Planned Land Use Designation in the Revised General Plan (*Revised General Plan, Chapter 3, Fiscal Planning and Public Facilities, Proffer Policy 8 and Chapter 11, Implementation, Proffer Guideline 5*).

An appraisal of the proposed public use site, in accordance with the Revised General Plan policies is necessary to complete the review of the capital facility impacts of the proposed development.

J. OPEN SPACE PRESERVATION PROGRAM

In the Revised General Plan, sufficient open space is recognized as a key component to all development regardless of density. The County's program for obtaining open space comprises a "toolbox" approach with a number of mechanisms to ensure the adequate provision of active, passive, and natural open space in the County (*Revised General Plan, Chapter 11, Open Space text*). The Open Space Preservation Program is one of these tools for projects proposing the highest suburban density levels – from 3.5 to 4.0 dwelling units per acre for residential projects as well as those in high-density residential areas. To achieve these higher densities, the Board of Supervisors anticipates evidence of participation in the program through either dedication of land on an acre-by-acre basis or cash in lieu of the land for the purchase of open space. As stated above, no information has been provided regarding the location of specific land uses to determine the amount of land area devoted to the proposed uses (See Land Use Mix discussion above). Staff has calculated the open space contribution based on the maximum amount of acreage within the northern portion of the site (25% or 45 acres) being developed with residential uses.

The Plan sets forth different Open Space Proffer Guidelines for residential neighborhoods and high-density residential areas (*Revised General Plan, Chapter 11,*

Open Space Policy 3). For residential neighborhoods, densities above 3.5 and up to and including 4.0 dwelling units per acre may be considered by the County in return for voluntary participation in the Open Space Preservation Program. For these types of projects, 1.0 easement is anticipated for every dwelling unit over a density of 3.5 dwelling units per acre. In contrast, for high-density residential areas, the Plan calls for 5% of all residential units associated with densities above 4.0 dwelling units per acre to result from the acquisition of an equivalent number of open space easements. The County anticipates that cash donations for open space will be spent in the Suburban Community in which the increased density is granted. Contributions should be provided to enable the County to purchase Suburban Policy Area open space to offset the density proposed by the development. In the past, the Board has historically accepted \$3,800 to \$5,000 per easement. The open space contribution for 61 easements would range from \$231,800 to \$305,000 for a high-density residential community (Attachment 5). The accepted contribution range of \$3,800 to \$5,000 per easement does not seem reasonable given current market values and the goal of purchasing open space within the Sterling Community.

The proposed project will potentially add 1,400 multi-family residential units in an area of the County where residential development is not envisioned or supported by Plan policies (see Land Use discussion above). Because the Plan does not anticipate the development of high-density residential uses on the subject site, it does not seem appropriate to calculate the number of anticipated open space easements using that methodology. To offset the demand created from the proposed increased concentration of residents in an area where residential development is not permitted the open space calculations for residential projects may be more appropriate in this case, which calls for a contribution of \$4,721,500 to \$6,212,500, based on 1242.5 easements (Attachment 6). As stated above, the dedication of the Broad Run floodplain may not count towards mitigating the capital facility impacts associated with the proposed development. However, given the preservation of the Broad Run floodplain is a County priority, the dedication of this valuable resource may count towards meeting the open space easement contribution.

Staff recommends the applicant commit to the dedication of the Broad Run floodplain towards meeting the open space easement contribution.

K. ZONING ORDINANCE, FACILITIES STANDARDS MANUAL, AND LAND SUBDIVISION & DEVELOPMENT ORDINANCE MODIFICATIONS

The applicant seeks to modify the Zoning Ordinance, Facilities Standards Manual (FSM), and the Land Subdivision & Development Ordinance (LSDO) to allow:

- a. A reduction in the maximum front yard setback from 30 feet to 150 feet for Land Bay N;
- b. A reduction in the rear yard from 5 feet to 0 feet;
- c. An increase in the building height from 75 feet to 150 feet along Pacific Boulevard and Route 28;

- d. A reduction in landscaping between parking lots and property boundaries from 10 feet to 6 feet;
- e. A reduction in street trees from one tree per 25 linear feet to one tree per 44 feet on-center where on-street parking is provided and 35 feet on-center where on-street parking is not provided;
- f. The provision of private streets when less than 75% of the structures are multi-story mixed use structures;
- g. A reduction in road jog center line offsets from 225 feet to 90 feet;
- h. A reduction in curb returns and/or curb cuts from 50 feet to 0 feet for roadways intersecting with a public or Category A private roadway;
- i. A reduction in the cross section easements for Category A roadways from 6 feet behind the face of curb to 0.5 feet;
- j. A reduction in the minimum curve radius for Category A1, A2, A3, A4, and A5 roadways from 110, 165, 338, and 478 feet to 50 feet;
- k. A reduction in the design speeds for Category A2, A3, A4, and A5 roadways from 25, 30, and 35 miles per hour to 20 miles per hour; and,
- l. A reduction in the sight distances for Category A1, A2, A3, A4, and A5 roadways from 150, 200, and 275 feet to 100 feet;

Article 6 of the 1993 Revised Zoning Ordinance states that “no modification shall be approved unless the Board of Supervisors finds that such modification to the regulations will achieve an innovative design, improve upon the existing regulations, or otherwise exceed the public purpose of the existing regulation”. The applicant’s justification for the proposed modifications states that the “modifications will permit development of Kincora as a vertically-integrated and pedestrian-friendly, mixed-use business community that would not be possible if the site were developed in strict conformance with these provisions of the Zoning Ordinance, FSM, and LSDO”. Staff is unsure how the proposed modifications achieve an innovative design, improve upon existing regulations, or otherwise exceed the public purpose of the existing regulations. For instance, staff is unsure how a reduction in parking lot landscaping and street trees will increase pedestrian comfort. Furthermore, staff is concerned with the roadway modifications with regard to fire and rescue access. As outlined above, staff cannot support the proposal due to significant and fundamental land use issues.

L. PROFFER COMMENTS

- 1. Staff notes that several proffers refer to specific sheets, which are not proffered sheets per Proffer IA. For example, Proffer IVC provides that the owner shall dedicate to the County the approximately 162.11 acre floodplain west of Pacific Boulevard as shown on Sheets 34 and 35; however, Sheets 34 and are not proffered sheets.
- 2. The applicant has included in the proffers conformance with several sheets including, Sheets 19 and 19A, Typical Illustrative Site Furnishings; Sheet 20, Illustrative Streetscape Concepts; and Sheet 21, Illustrative Amenity Concepts as well as included copies of Sheets 19 and 20 within Exhibit G of the proffers. Staff

notes that these sheets are difficult to read and are for illustrative purposes and questions the commitment to these sheets.

All other comments pertaining to the October 5, 2009 Proffer Statement are included above and in Attachment 2.

RECOMMENDATIONS

Community Planning staff does not support the application given the number of land use and site design issues discussed above. Staff recommends denial of the application as proposed.

ATTACHMENTS

- Attachment 1:** July 2009 Kincora Design Standards – Community Planning Edits
- Attachment 2:** October 5, 2009 Proffer Statement – Community Planning Edits
- Attachment 3:** ZMAP 2002-0005, Loudoun Station Proffers page 19 – Example of Commitment to Design Guidelines
- Attachment 4:** Capital Facilities Impact Analysis
- Attachment 5:** Open Space Preservation Program Analysis – High-Density Residential
- Attachment 6:** Open Space Preservation Program Analysis – Residential

cc: Julie Pastor, AICP, Planning Director
Cynthia Keegan, AICP, Program Manager